

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>FRANCHISE GROUP, INC., <i>et al.</i>,</p> <p style="text-align: center;">Debtors.<sup>1</sup></p>	<p>Chapter 11</p> <p>Case No. 24-12480 (JTD)</p>
<p>Freedom Lender Group,</p> <p style="text-align: center;">Appellants,</p> <p style="text-align: center;">v.</p> <p>Franchise Group, Inc., <i>et al.</i>,</p> <p style="text-align: center;">Appellees.</p>	<p>C.A. No. 24-1394 (JLH)</p> <p>C.A. No. 24-1403 (JLH)</p> <p>C.A. No. 24-1404 (JLH)</p> <p>C.A. No. 24-1405 (JLH)</p>

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy's Newco, LLC (5404), Buddy's Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies "Plus", LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors' headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

**AFFIDAVIT OF SAMUEL P. HERSHEY IN SUPPORT OF  
EMERGENCY MOTION OF APPELLANTS TO EXPEDITE APPEAL**

I, Samuel P. Hershey, pursuant to 28 U.S.C. § 1746, and under penalty of perjury, and in accordance with Rule 8011(d) of the Federal Rules of Bankruptcy Procedure, declare the following to the best of my knowledge, information, and belief:

1. I am a member of the Bar of the State of New York and an attorney for Appellants, the Freedom Lender Group.

2. The facts stated in the Emergency Motion of Appellants to Expedite Appeal (the “**Motion**”) are, to the best of my knowledge and belief following a reasonable investigation, true and correct.

3. For the reasons stated in the Motion, absent expedited consideration of the appeals, Appellants are likely to suffer irreparable harm. Accordingly, the Motion was filed on an emergency basis to prevent irreparable harm to Appellants and their rights.

Dated: January 2, 2025  
New York, New York

/s/ Samuel P. Hershey  
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